

IN THE DISTRICT COURT OF THE VIRGIN ISLANDS

DIVISION OF ST. CROIX

JOSEPHAT HENRY resident of Harvey,)	
KAY WILLIAMS resident of Harvey,)	
SYLVIA BROWNE resident of Clifton Hill,)	
MAUDE DREW resident of Estate Barren)	
Spot, MARTHA ACOSTA resident of Estate)	
Profit, WILHELMINA GLASGOW as in)	
individual and mother and next of friend of)	
SAMANTHA VIERA, a minor, both)	
residents of Estate Profit, MERCEDES)	
ROSA resident of Estate Profit, JULIAN)	
ST. BRICE, resident of Clifton Hill,)	
GEORGE RODRIGUEZ as an individual)	
and as father and next friend of AMANDO)	
and GEORGE E. RODRIGUEZ, minors, all)	
residents of Estate Profit, SONYA CIRILO)	
resident of Estate Profit, RAQUEL)	
TAVAREZ, resident of Estate Profit,)	
NEFTALI CAMACHO, as an individual and)	
as father and next friend of ANGEL)	
JAVIER CAMACHO a minor, both residents)	
of Estate Profit, EYAJIE MALAYKHAN)	
resident of Estate Profit, CHEDDIE)	
KELSHALL resident of Estate Profit and)	
other persons too numerous to mention, A)	
CLASS ACTION,)	
)	
Plaintiff,)	
)	
v.)	
ST. CROIX ALUMINA, LLC, ALOCA INC.,)	
and GLENCORE, LTD, f/k/a CLARENDON,)	
LTD,)	
)	
Defendant.)	
)	

Henry, et al. v. St. Croix Alumina, LLC, et al., Civil No. 1999/0036

AFFIDAVIT OF ARNOLD

Page 2

AFFIDAVIT OF PAUL ARNOLD

TERRITORY OF THE VIRGIN ISLANDS)
DIVISION OF ST. CROIX) SS:

I, Paul Arnold, having first been duly sworn, depose and state as follows:

1. I make this affidavit of my own personal knowledge and belief.
2. I was the Human Resources Manager for VIALCO from 1987 until they closed.
3. When I was first employed my interaction was with Clarendon and consisted of making recommendations to them as to what benefits we thought were appropriate for the VIALCO employees which they had to approve, approval of the budget as to salaries.
4. Clarendon contracted with a company called Ormet who then was the overall manager of human resources issues and whose approval we had to get for human resource issues.
5. There came a time when Clarendon became Glencore and the relationship remained the same except the people we interacted with changed but not the types of interaction.

Henry, et al. v. St. Croix Alumina, LLC, et al., Civil No. 1999/0036

AFFIDAVIT OF ARNOLD

Page 3

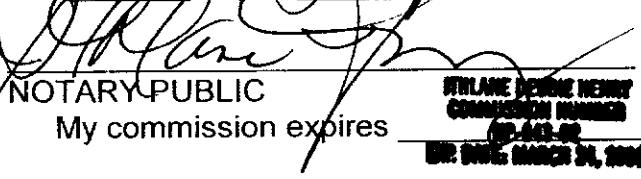
6. Representatives from Clarendon and then Glencore would come to VIALCO 4-6 times a year or more. They would have progress meetings, discuss budget issues, do plant inspections, either approve recommendations for improvements or direct that improvements be made.
7. It my understanding that Mr. Prusak was the representative of Glencore and he reacted with VIALCO and it is my understanding that he had hands on control over VIALCO as to budget issues, personnel issues, and any substantive decisions. He communicated with VIALCO as to management issues at least a weekly basis.
8. It my understanding that if VIALCO had wanted to dispose of the red dust when they shut down they would have had to request permission from Glencore and gotten approval or they could not have done it.

FURTHER AFFIANT SAITH NOT.



Paul Arnold

SUBSCRIBED AND SWORN TO before me
this 29 day of July, 2005.


NOTARY PUBLIC
My commission expires 02/28/2006

ATHLANE DENNIE HENRY
COMMISSION NUMBER
(P-443-92)
EXPIRES MARCH 31, 2006